

BLANK ROME LLP

Evan J. Zucker
1271 Avenue of the Americas
New York, New York 10020
Telephone: (212) 885-5000
Facsimile: (212) 885-5001

Jeffrey Rhodes (*pro hac vice* pending)
1825 Eye Street NW
Washington, D.C. 20006
Telephone: (202) 420-2200
Facsimile: (202) 420-2201

Attorneys for Counsel Press, Inc., Gladstone Investment Corporation, Gladstone Management Corporation, Gladstone Administration, LLC

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	x
Z & J, LLC d/b/a APPEAL TECH,	: Chapter 11
Debtor.	: :
Z & J, LLC d/b/a APPEAL TECH,	x
Plaintiff	: :
v.	: Adv. Pro. No. 19-01435
LAURENCE MYNES, et al.,	: :
Defendants.	: x

**DECLARATION OF EVAN J. ZUCKER IN SUPPORT OF
DEFENDANTS' MOTION FOR
MANDATORY ABSTENTION, PERMISSIVE ABSTENTION AND REMAND**

I, Evan J. Zucker, declare under the penalty of perjury, that the following is true and correct to the best of my knowledge:

1. I am an attorney at law duly admitted to practice in the State of New York and I am with the law firm of Blank Rome LLP (“Blank Rome”), with an office located at 1271 Avenue of the Americas, New York, N.Y. 10020. Blank Rome is counsel for Counsel Press, Inc., Gladstone Investment Corporation, Gladstone Management Corporation, and Gladstone Administration, LLC in the above-captioned adversary proceeding.

2. I respectfully submit this Declaration in support of the *Defendants’ Motion for Mandatory Abstention, Permissive Abstention and Remand* (the “Motion”), filed contemporaneously herewith.

3. As more fully set forth in the Motion, on February 7, 2018, the Debtor commenced an action in the State Court (the “State Court Action”), captioned as *Z & J LLC v. Mynes*, Index No. 650620/2018 (NY. Sup. Ct. 2018). Attached hereto as Exhibit A is a true and correct copy of the docket for the State Court Action as of December 20, 2019.

4. Attached hereto as Exhibit B is a true and correct copy of Summons and Complaint filed on February 7, 2018 [State Court Action Dkt. No. 1].

5. Attached hereto as Exhibit C is a true and correct copy of the Notice of Defendant Counsel Press Inc.’s Motion to Dismiss filed on March 30, 2018 [State Court Action Dkt. No. 25].

6. Attached hereto as Exhibit D is a true and correct copy of the Memorandum of Law in Support of Defendant Counsel Press’s Motion to Dismiss the Complaint filed on March 30, 2018 [State Court Action Dkt. No. 26].

7. Attached hereto as Exhibit E is a true and correct copy of the Affirmation of Ryan E. Cronin in Support of Defendant Counsel Press Inc.’s Motion to Dismiss filed on March 30, 2018 [State Court Action Dkt. Nos. 27-32].

8. Attached hereto as Exhibit F is a true and correct copy of the Notice of Defendant

Laurence Mynes' Motion to Dismiss Plaintiff's Complaint filed on March 30, 2018 [State Court Action Dkt. No. 33].

9. Attached hereto as Exhibit G is a true and correct copy of the Memorandum of Law in Support of Defendant Laurence Mynes' Motion to Dismiss filed on March 30, 2018 [State Court Action Dkt. No. 34].

10. Attached hereto as Exhibit H is a true and correct copy of the Affirmation of Douglas B. Lipsky in Support of Defendant Laurence Mynes' Motion to Dismiss Plaintiff's Complaint filed on March 30, 2018 [State Court Action Dkt. No. 35].

11. Attached hereto as Exhibit I is a true and correct copy of the Supplemental Summons and Verified Amended Complaint filed on April 18, 2018 [State Court Action Dkt. No. 36].

12. Attached hereto as Exhibit J is a true and correct copy of the Verified Counterclaims on behalf of Laurence Mynes filed on September 18, 2018 [State Court Action Dkt. No. 40].

13. Attached hereto as Exhibit K is a true and correct copy of the Verified Counter Claim on behalf of Jonathan Wallach filed on September 18, 2018 [State Court Action Dkt. No. 44].

14. Attached hereto as Exhibit L is a true and correct copy of the Notice of Defendant Counsel Press Inc.'s Motion to Dismiss filed on September 18, 2018 [State Court Action Dkt. No. 47].

15. Attached hereto as Exhibit M is a true and correct copy of the Affirmation of Ryan E. Cronin in Support of Defendant Counsel Press Inc.'s Motion to Dismiss Amended Complaint filed on September 18, 2018 [State Court Action Dkt. Nos. 48-55].

16. Attached hereto as Exhibit N is a true and correct copy of the Memorandum of Law

in Support of Motion to Dismiss Amended Complaint filed on September 18, 2018 [State Court Action Dkt. No. 56].

17. Attached hereto as Exhibit O is a true and correct copy of Notice of Defendants Laurence Mynes' and Jonathan Wallach's Motion to Dismiss First Amended Complaint filed on September 18, 2018 [State Court Action Dkt. No. 57].

18. Attached hereto as Exhibit P is a true and correct copy of the Memorandum of Law in Support of Defendants Laurence Mynes and Jonathan Wallach's Motion to Dismiss the First Amended Complaint filed on September 18, 2018 [State Court Action Dkt. No. 58].

19. Attached hereto as Exhibit Q is a true and correct copy of the Affirmation of Douglas B. Lipsky in Support of Defendants Laurence Mynes' and Jonathan Wallach's Motion to Dismiss the First Amended Complaint filed on September 18, 2018 [State Court Action Dkt. No. 59].

20. Attached hereto as Exhibit R is a true and correct copy of the Stipulation of Adjournment filed on October 2, 2018 [State Court Action Dkt. No. 60].

21. Attached hereto as Exhibit S is a true and correct copy of the Order to Show Cause for Leave to Withdraw as Attorneys for Plaintiff with Temporary Restraining Order for a Stay and Affirmation in Support filed on October 18, 2018 [State Court Action Dkt. Nos. 62-63].

22. Attached hereto as Exhibit T is a true and correct copy of the Decision and Order filed on November 18, 2018 [State Court Action Dkt. No. 69].

23. Attached hereto as Exhibit U is a true and correct copy of the Notice of Appearance of Peter Katzman on behalf of Z & J LLC filed on December 4, 2018 [State Court Action Dkt. No. 72].

24. Attached hereto as Exhibit V is a true and correct copy of the Stipulation of

Adjournment filed on December 4, 2018 [State Court Action Dkt. No. 73].

25. Attached hereto as Exhibit W is a true and correct copy of the Stipulation of Adjournment filed on December 4, 2018 [State Court Action Dkt. No. 74].

26. Attached hereto as Exhibit X is a true and correct copy of the Memorandum of Law in Opposition to Counsel Press, Inc., Gladstone Investment Corporation, Gladstone Management Corporation, and Gladstone Administration, LLC's Motion to Dismiss the Amended Complaint filed on January 22, 2019 [State Court Action Dkt. No. 75].

27. Attached hereto as Exhibit Y is a true and correct copy of the Affidavit of Michael Kestan filed on January 22, 2019 [State Court Action Dkt. Nos. 76-79].

28. Attached hereto as Exhibit Z, is a true and correct copy of the Memorandum of Law in Opposition to Laurence Mynes' and Jonathan Wallach's Motion to Dismiss the Amended Complaint filed on January 22, 2019 [State Court Action Dkt. No. 80].

29. Attached hereto as Exhibit AA is a true and correct copy of the Affidavit of Michael Kestan filed on January 22, 2019 [State Court Action Dkt. Nos. 81-84].

30. Attached hereto as Exhibit BB is a true and correct copy of the Reply to Counterclaim of Defendant Jonathan Wallach filed on January 22, 2019 [State Court Action Dkt. No. 85].

31. Attached hereto as Exhibit CC is a true and correct copy of the Reply to Counterclaim of Defendant Laurence Mynes filed on January 22, 2019 [State Court Action Dkt. No. 86].

32. Attached hereto as Exhibit DD is a true and correct copy of the Notice of Appearance of Peter Katzman on behalf of Michael Kestan filed on January 22, 2019 [State Court Action Dkt. No. 87].

33. Attached hereto as Exhibit EE is a true and correct copy of the Stipulation of Adjournment filed on February 13, 2019 [State Court Action Dkt. No. 88].

34. Attached hereto as Exhibit FF is a true and correct copy of the Stipulation of Adjournment filed on February 13, 2019 [State Court Action Dkt. No. 89].

35. Attached hereto as Exhibit GG is a true and correct copy of the Court Notice of Adjournment filed on February 15, 2019 [State Court Action Dkt. No. 90].

36. Attached hereto as Exhibit HH is a true and correct copy of the Court Notice of Adjournment filed on February 15, 2019 [State Court Action Dkt. No. 91].

37. Attached hereto as Exhibit II is a true and correct copy of the Reply Memorandum of Law in Further Support of Motion to Dismiss Amended Complaint filed on February 22, 2019 [State Court Action Dkt. No. 92].

38. Attached hereto as Exhibit JJ is a true and correct copy of the Memorandum of Law in Further Support of Defendants Laurence Mynes' and Jonathan Wallach's Motion to Dismiss the First Amended Complaint filed on February 22, 2019 [State Court Action Dkt. No. 93].

39. Attached hereto as Exhibit KK is a true and correct copy of the Affirmation of Douglas B. Lipsky in Support of Defendants Laurence Mynes and Jonathan Wallach's Motion to Dismiss the First Amended Complaint filed on February 22, 2019 [State Court Action Dkt. No. 94].

40. Attached hereto as Exhibit LL is a true and correct copy of the Suggestion of Bankruptcy filed on May 14, 2019 [State Court Action Dkt. No. 99].

41. Attached hereto as Exhibit MM is a true and correct copy of the Decision and Order filed on June 6, 2019 [State Court Action Dkt. No. 100].

42. Attached hereto as Exhibit NN is a true and correct copy of the Scheduling Order entered on November 15, 2019 [State Court Action Dkt. No. 103].

Executed on the 23rd day of December, 2019.

/s/ Evan J. Zucker
Evan J. Zucker